



Conflicts of Interest Policy

September 2025

Reviewed by Executive Team	August 2025
Endorsed by [committee]:	Audit & Risk – after first draft
Approved by HLA Board:	1 September 2025
Next review	Summer term 2026

1. Introduction

1.1 Summary

At HLA, we want to ensure that the decisions taken by members of staff, senior staff and Executives as well as Members, Trustees and Local Governors are free from personal bias and do not unfairly benefit any individual or company connected to the Trust including the college and schools within the Trust.

The Board and all those holding a governance role in the Trust must act in its best interests and in accordance with HLA's Articles of Association, to avoid situations where there may be a conflict of interest. HLA is a company limited by guarantee, so its Trustees are also company directors and therefore have a duty under the Companies Act 2006 to avoid conflicts of interests. The Trust is also an exempt charity so in this capacity and under charity law all Trustees have a duty to act in the best interests of its beneficiaries and must avoid conflicts of interest, or, where these are unavoidable and with approval from the Board, must manage them transparently.

1.2 Aims

This policy aims to ensure that everyone to whom the policy applies (see section 3):

- Recognises what a conflict of interest is
- Is aware of their responsibility to identify and declare any conflicts of interest
- Understands what actions will be taken if a conflict of interest is identified

At HLA we will ensure that:

- Every potential conflict of interest, or perceived conflict of interest, is identified, recorded and prevented where possible
- There are clearly maintained procedures for documenting all decision-making processes and decisions are made in the best interests of the Trust, its staff and students
- There are strategies for managing (for Trustees, avoiding) conflicts of interest or related party relationships and transactions where they arise to ensure any risks are addressed and sufficiently mitigated
- The commitment to professional conduct; fairness, openness, consistency and transparency at all times
- The highest standards of propriety with regards to public funding is upheld.

2. Legislative Framework

2.1 This policy complies with HLA's Funding Agreement and Articles of Association.

2.2 This policy is based on the following:

- The [Companies Act 2006](#)
- [DfE guidance](#) on managing conflicts of interest and related party relationships and transactions
- [Charity Commission guidance](#) that explains statutory requirements and good practice regarding conflicts of interest for charity trustees
- The [Academy Trust Handbook](#)
- Principles of [Managing Public Money](#) and [Procurement Law](#)

2.3 As well as the legislative framework Executives, Members, Trustees, Local Governors must conduct all business with honesty, integrity, and openness and align with [The Seven Principles of Public Life](#) (The Nolan Principles).

3. Scope

This policy applies to:

- All members of staff – *this policy does not form part of an employees' contract of employment and may be amended at any time*
- Volunteers working in the college or schools
- Executives
- Members, Board of Trustees and Local Governors

4. Definitions

4.1. Conflicts of Interest

A conflict of interest is any situation in which a person has a business or personal interest or loyalty that could, or could be perceived to, prevent them from making a decision only in the best interests of HLA. Conflicts of interest can be actual, potential or perceived. They may be financial, professional, personal or indirect.

It's not possible to provide an exhaustive list of what constitutes a conflict of interest, but some examples include where:

- A member of staff is related to a child within the college or schools
- A member of staff has a connection or friendship with families within the college or schools
- A member of staff currently has or has had an intimate personal relationship with another member of staff
- A member of staff undertakes paid or voluntary work outside of their position at the Trust, college or schools within the Trust that involves students from the college or schools in the Trust
- A member of staff is involved in invigilating examinations or assessing/submitting coursework for a student who is known to them outside of college or school
- A Trustee works for, or has a material ownership interest in, an organisation that provides, or has the potential to provide, services to the Trust, college or schools within the Trust
- A Trustee or Governor is in a relationship with a member of staff
- A Trustee or Governor sits on the governing board of another college, school, Trust or Charity
- A Trustee or Governor who is on the governing board of a school or academy trust that are in discussions with joining HLA
- A member of staff, Trustee or Governor participates in an interview panel with a candidate to which they have a personal connection
- A member of staff's pay or remuneration is under review
- The teacher of a Parent Governor's child is subject to a disciplinary hearing.

4.2. Related party relationships

Related party relationships are defined in statute. Related parties include persons and entities with control or significant influence over a Trust, and members of the same group (for example, parent and subsidiary companies, key management personnel and close family members).

4.3 Trustee (or connected person) benefit

It is a basic principle of charity law that charity trustees, should not profit from their position, although Trustees (and Local Governors) are entitled to be reimbursed for expenses actually and reasonably incurred in undertaking their business.

Trustees can only benefit from in such a way, either directly or indirectly, where there is an explicit authority in place before any decisions are made.

Explicit authority will come from either HLA's Articles of Association, a statutory provision (such as the power in the Charities Act, which allows charities to pay trustees for additional services in some circumstances) or the Court.

5. Responsibilities

5.1. Governance

All those involved in a governance role in HLA will ensure that they comply with regulations, the Articles of Association and relevant guidance, including by completing and maintaining a register of interests which will be kept up to date. They must also declare any actual or potential interests (whether direct, indirect or perceived) before each meeting and if necessary, take advice on whether they should recuse themselves from any item or meeting where they may be conflicted and refrain from discussions and voting on any such matters (in this case, they would not count towards the quorum for a meeting minutes).

Article 97 of HLA's Articles of Association states that Trustees must declare interests as which conflict with their duties as soon as they become aware of it.

Failure to disclose a conflict is a breach of the relevant Governance Code of Conduct.

In cases of serious conflict of interest, which in the case of a Trustee or Governor cannot be resolved by the Trustee or Governor concerned removing him/herself from discussions and decisions, the Board of Trustees may choose to avoid the conflict by:

- Not pursuing a particular course of action
- Proceeding with the issue in a different way
- Not appointing a particular Trustee or Governor or employee
- Securing a resignation from a conflicted Trustee or Governor

Relevant interests of Members, Trustees and Local Governors will be published online to ensure transparency.

The Trust must disclose all transactions, (both incoming and outgoing or expenditure transactions regardless of their size) with related parties in the annual accounts. Where there is doubt about what constitutes a related party relationship, advice should be sought from the Trust's auditor, especially in cases where the circumstances could be considered as novel, contentious or repercussive or involve donations to the Trust from related parties.

5.2. Senior staff and line managers

Senior staff have a responsibility to ensure their relevant teams or individuals are aware of the policy and processes within their specific areas of responsibility and these are communicated at induction.

Staff with responsibility for procurement and buying goods and services must ensure that there is propriety in the use of public funds with reference to procurement regulations, ensuring value for money and avoiding any actual or perceived conflicts of interest. A competitive process must be followed in respect of the Trust's financial framework and scheme of delegation. Staff with significant budgetary responsibilities will also be asked to complete an annual register of interests for the Trust.

5.3. All staff

All staff are responsible for disclosing any activity or relationship that may give rise to a potential conflict of interest to their line manager at the earliest opportunity.

6. Making declarations

6.1. Members, Trustees, Local Governors declarations

- Directorships, partnerships and employment with businesses
- Trusteeships and governorships at other educational institutions or charities
- Material interests arising from relationships with other Members, Trustees or Local Governors (including spouses, partners and close relatives)
- Material interests arising from relationships with Trust employees (including spouses, partners and close relatives)
- Business or personal interests of their spouses, partners and close relatives, where there's a possibility that the Trust or the college or schools within the Trust will have dealings with that person

Members, Trustees, Local Governors and Executives will be required to make a full disclosure of any direct or indirect pecuniary interests, business or personal relationships, other trusteeships, or gifts or hospitality received, that could potentially result in a conflict of interest. This includes those related to a close family member. A declaration of interests form is provided annually and must be used for this purpose. It is the responsibility of each individual to recognise where they may have a conflict or perceived conflict of interest. Those concerned are invited to record any interest as soon as is reasonably practicable after the interest arises. Any questions about potential interests which may need to be disclosed should be referred in the first instance to the Director of Governance for a determination. Relevant interests of all Members, Trustees and Local Governors will be made publicly available on respective websites.

6.2. Staff declarations

- Any friendship or family relationship where there is a potential conflict of interest, for example a relationship between staff members, involvement in recruitment involving friends or family members etc.
- Any current business interest in a company that could stand to gain from their position as a member of the Trust staff
- Any relevant pecuniary interest in any contract the college or schools holds or proposes to enter into

- Business interests of their spouses, partners and close relatives, where there is a possibility that the college or schools will have dealings with that person
- Governance roles in other educational institutions
- Any friendship or family relationship where there is potential for a conflict of interest. Staff must be aware of potential conflicts of interest when recruiting

Budget holders are circulated a declaration of interests form annually for completion and retention. In all other cases, declarations by staff must be made if staff have any personal, familial, financial or other connection (either direct or indirect) and these must be declared to the Executive Principal or Headteacher. This includes connections to potential contractors. In the case of a significant award of a contract or contract renewal, the Director of Governance will take steps to check with the Executive team and the Board to ensure that there are no connected/related parties.

6.3 Examinations

Staff members who will need to declare potential conflicts of interest include:

- Teachers involved in the preparation of exam papers – i.e. teachers who see question papers before an exam is taken
- Teachers who mark public exams
- Staff involved in checking examination material prior to the exam (e.g. exams officers, lab technicians for practicals, etc.)
- Teachers involved in the marking and moderation of internally assessed coursework

The relevant awarding bodies will be informed about any members of staff who are teaching and preparing members of their family (which includes step-family, foster family and similar close relationships) or close friends and their immediate family (e.g. son/daughter) for qualifications that include internally assessed elements. To comply with examination regulations, a form is also circulated to all staff annually by the exams teams to ensure those involved in assessments or examinations relevant to the awarding bodies declare any direct or indirect interests.

7. Related Documentation

This policy links to the following policies and procedures:

- Articles of Association
- Anti-Fraud & Irregularity (Bribery)
- Member/Trustee/Governor Code of Conduct
- Staff Codes of Conduct
- Gifts & Hospitality Guidelines
- Whistleblowing Policy
- Examinations and Assessment Policy & Procedures
- Examinations Conflict of Interest Procedures
- Data Protection Policy

This policy will be reviewed annually in the first instance and thereafter every 3 years by the HLA Board.

HLA Director of Governance